

United States Bankruptcy Court/Southern District of New York Proof of Claim

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS PROOF OF CLAIM

In Re: Chapter 11
Lehman Brothers Holdings Inc., et al., Case No. 08-13555 (JMP)
Debtors. (Jointly Administered)

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000051231



Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)

RBC Dominion Securities
277 Front Street W., 4th Floor
Toronto, Ontario, Canada
M5V 2X4
Attention: Lance Longmore

☐ Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: _____
(If known)

Filed on: _____

Telephone number: 416-842-8284 Email Address: lance.longmore@rbc.com

Name and address where payment should be sent (if different from above)

☐ Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number: Email Address:

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ 15,030,080.96 (Required)

☒ Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): See attached schedule. (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

See attached schedule. (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:
See attached schedule. (Required)

5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

FOR COURT USE ONLY

FILED / RECEIVED

OCT 28 2009

EPIQ BANKRUPTCY SOLUTIONS, LLC

Date: Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The questions on the Proof of Claim form include instructions for completing each question. The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing.

Claim

A claim is the creditor's right to receive payment on a debt that was owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured, reduced to judgment or not, liquidated or unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal or equitable

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the Claims Agent at the following address:

**Lehman Brothers Holdings Claims Processing
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, PO Box 5076
New York, NY 10150- 5076**

Lehman Programs Security

Any security included on the list designated "Lehman Programs Securities" available on <http://www.lehman-docket.com> as of July 17, 2009.

INFORMATION

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim, or you may access the Claims Agent's system (<http://www.lehman-docket.com>) to view your filed proof of claim.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.



RBC Dominion Securities

| | | | | | | | | | |
|----|--------------|--------------|---------|-------|-----------------------------|--------------------------------|--------|-----------|----|
| \$ | 91,207.65 | XS0183944643 | 6053123 | 91206 | LEHMAN BROTHERS HOLDINGS | EURO MEDIUM TERM NOTES | 4.750% | 16-Jan-14 | \$ |
| \$ | 78,871.98 | XS0229269856 | 6053124 | 91206 | LEHMAN BROTHERS CAPITAL | FUND II PERPETUAL | 5.130% | 29-Sep-49 | \$ |
| \$ | 631,389.84 | XS0128857413 | 6053125 | 91206 | LEHMAN BROTHERS HOLDINGS | INC | 6.380% | 10-May-11 | \$ |
| \$ | 66,641.69 | XS0210414750 | 6053126 | 91206 | LEHMAN BROTHERS HOLDINGS | EURO MEDIUM TERM NOTE | 5.000% | 26-Jan-10 | \$ |
| \$ | 5,162.95 | XS0207884379 | 6053127 | 91206 | LEHMAN BROTHERS TREASURY | CLBL CPN ACCMLATR NT BARIR CPN | 6.500% | 22-Dec-08 | \$ |
| \$ | 465,500.26 | XS0268648952 | 6053128 | 91206 | LEHMAN BROTHERS HOL | EURO MEDIUM TEMR NOTE | 4.250% | 26-Sep-16 | \$ |
| \$ | 449,172.95 | XS0276072682 | 6053129 | 91206 | LEHMAN BROTHERS COBV | NOTES DJ EUROSTOXX 50 | 5.500% | 20-Nov-10 | \$ |
| \$ | 188,336.55 | XS0282978666 | 6053130 | 91206 | LEHMAN BROTHERS UK | | 5.750% | 25-Jan-49 | \$ |
| \$ | 300,000.00 | XS0299103084 | 6053131 | 91206 | LEHMAN BROS. TRASURY COBV | NKY AUTOREDEEM ELN | - | 09-May-10 | \$ |
| \$ | 4,752,630.16 | XS0301813522 | 6053132 | 91206 | LEHMAN BROTHERS | | 6.900% | 01-Jun-49 | \$ |
| \$ | 250,000.00 | XS0344835078 | 6053133 | 91206 | LEHMAN BROS. TREASURY COBV | C&MER&BSC WOF RCB NTS | - | 05-Aug-09 | \$ |
| \$ | 500,000.00 | XS0349757442 | 6053134 | 91206 | LEHMAN BROTHERS TREASURY | 15Y NC3M CALLABLE LIBOR | - | 19-Mar-23 | \$ |
| \$ | 300,000.00 | XS0365026656 | 6053135 | 91206 | LEHMAN BROTHERS TREASURY CO | 10Y NC3M CALLABLE DUAL RANGE | - | 28-May-18 | \$ |
| \$ | 450,000.00 | XS0379247504 | 6053136 | 91206 | LEHMAN BROTHERS TREASURY | EURO MEDIUM TERM NOTE | - | 15-Aug-23 | \$ |
| \$ | 3,200,000.00 | XS0346689143 | 6053137 | 91206 | LEHMAN BROTHERS TREASURY | EURO MEDIUM TERM NOTE | - | 04-Mar-23 | \$ |

08-13555-mg
\$ 15,030,080.96 Total Claim Amount

Note:
Interest is calculated up to November 2, 2009 on those notes for which a rate was available.

Nevio Rafaelic
Director
RBC Dominion Securities



RBC
Investments

RBC Dominion Securities Inc.
277 Front Street West, 4th Floor
Toronto, Ontario M5V 2X4

October 27, 2009

Epiq Bankruptcy Solutions, LLC
Attn: Lehman Brothers Holdings Claims Processing
757 Third Avenue, 3rd Floor
New York, NY 10017

Attached please find our Proof of Claim for the Lehman Programs Securities Claim, along with the schedule outlining ISINs and Blocking Numbers.

Please feel free to contact me if you have any questions.

Thanks

A handwritten signature in black ink, appearing to read "Lance Longmore".

Lance Longmore
Associate Director
RBC Dominion Securities Inc
416-842-8284
lance.longmore@rbc.com

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS THAT RBC Dominion Securities Inc. (hereinafter referred to as the "RBC DS"), a body corporate duly incorporated under the laws of Canada, do hereby make, constitute and appoint any of the following persons:

Brian Calvert
Jason O'Born
Bob Pujo
Nevio Rafaelic

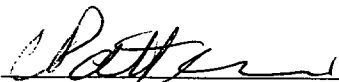
as true and lawful Attorney(s)-in-Fact of RBC DS, acting individually, to execute and deliver in the name of and on behalf of RBC DS any and all agreements, acknowledgements, or other documents or instruments documenting or otherwise relating to account administration, or any such related services entered into by RBC DS and each and every such agreement, acknowledgement, confirmation or other document or instrument to be in such form as the above- appointed Attorney(s)-in-Fact may determine in their sole and absolute discretion and under their normal day-to-day duties, as evidenced by the execution thereof.


RBC DS hereby ratifies and confirms all that the said Attorneys-in-Fact may have done or caused to be done or do or cause to be done by virtue hereof.

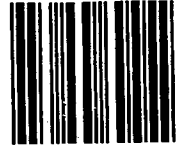
The Power of Attorney shall be effective as of December 15, 2008 and shall continue in force until it is revoked.

IN WITNESS WHEREOF the duly authorized representatives of RBC DS have affixed their respective signatures in the City of Toronto, this 29th day of September, 2009.

RBC DOMINION SECURITIES INC.

per: 
MANAGING DIRECTOR

per: 
Assistant Corporate Secretary



www.purolator.com

EXPORT #

CHRISTOPHER NATHAN
RBC DISTRIBUTION SEC CORP
PHONE: 1614168363
277 FRONT ST W
TORONTO ON M5V2T4
CANADA

EXPRESS 12 662 F49 66 1934 063

SHIP TO
LEHMAN CLAIMS PROCESSING
EPIQ BANKRUPTCY SOLUTIONS
757 THIRD AVE
FLR 3RD
NEW YORK NY 10017
UNITED STATES

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NY 100 7-02

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TRACKING # 1Z 505 2700 1234 5678 9010 1122 3344 5566 7788 9900

12 662 F49 66 1934 0631

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1. The first step in the process is to identify the problem or issue that needs to be addressed. This involves gathering information and understanding the context of the problem.

Purolator
PUROLATOR
COURIER LTD.

christobel nathan
rbc
277 front ST W #cage
toronto, ON
MSV 2X4 Canada
(416) 416-8363

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LEHMAN CLAIMS PROCESSING
757 THIRD AVE
FLOOR 3RD
10017 NEW YORK, NY
USA

ZIP CODE
10017

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OCT 28 2009

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